

**ZVRS**

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REDACTED, FOR PUBLIC INSPECTION

March 1, 2017

VIA HAND DELIVERY AND ELECTRONIC FILING

Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street S.W.
Washington, D.C. 20554

RE: Application of CSDVRS, LLC d/b/a ZVRS, as Indirectly Majority-Owned and Controlled by Kinderhook, for Full Certification to Provide Video Relay Service and Request for Confidential Treatment; CG Docket Nos. 03-123 and 10-51 *Fourth Amendment*

Dear Ms. Dortch:

On February 20, 2015, CSDVRS, LLC d/b/a ZVRS (“ZVRS”), as indirectly majority-owned and controlled by Kinderhook Capital Fund IV, L.P. and its affiliate Kinderhook Capital Fund IV-B, L.P., both of which are advised by Kinderhook Industries, LLC (collectively referred to herein as “Kinderhook”), submitted to the Federal Communications Commission (“Commission”) an application (the “Application”) for a full certification to provide Video Relay Service (“VRS”) that is eligible for compensation from the Interstate Telecommunications Relay Service Fund (“TRS Fund”).¹ ZVRS filed an amendment to the Application on July 14, 2015. ZVRS subsequently filed a second amendment to the Application on November 20, 2015, and a third amendment on November 21, 2016.

Pursuant to Section 1.65 of the Commission’s rules, the applicants are filing the enclosed fourth amendment to the Application in order to advise the Commission of certain updates to the information supplied in the Application and subsequent amendments.

For the reasons stated in the Application, and pursuant to 47 C.F.R. §§ 0.457, 0.459, ZVRS requests that the Commission provide confidential treatment for the company-specific, highly sensitive and proprietary commercial information in the exhibits attached to the Application and withhold that information from public inspection. The confidential information has been redacted from the version electronically filed with the Commission. In addition, the

¹ ZVRS is currently operating pursuant to a conditional certification on an interim basis following the consummation of Kinderhook’s acquisition of ZVRS on February 5, 2015. See *Notice of Grant of Conditional Certification for CSDVRS, LLC, to Provide Video Relay Service After Its Acquisition by Kinderhook Capital Fund IV, L.P.*, Public Notice, 29 FCC Rcd 16237 (CGB 2014), *recon. denied*, Order, 30 FCC Rcd 583 (CGB 2015).

confidential information constitutes highly sensitive commercial information that falls within Exemption 4 of the Freedom of Information Act (“FOIA”).

In accordance with the Commission’s rules,² attached are one original and four copies of the amendment. A redacted version for public inspection is being electronically filed via the Commission’s Electronic Comment Filing System.

In support of this request and pursuant to Section 0.459(b) of the Commission’s rules, ZVRS hereby states as follows:

1. Identification of the specific information for which confidential treatment is sought.

ZVRS requests confidential treatment with respect to the confidential information redacted from the version filed electronically with the Commission.

2. Identification of the circumstance giving rise to the submission.

ZVRS is amending its Application for full certification as a VRS provider, in accordance with 47 C.F.R. §§ 1.65, 64.606. The amended Application includes updated corporate proprietary information per the requirements of 47 C.F.R. § 64.606.

3. Explanation of the degree to which the information is commercial or financial or contains a trade secret or is privileged.

The confidential information in the attached fourth amendment to the Application is highly sensitive commercial information specific to the operations and strategies of ZVRS. This information is generally safeguarded from competitors and is not made available to the public.

4. Explanation of the degree to which the information concerns a service that is subject to competition.

The confidential information involves VRS, a nationwide competitive service.

5. Explanation of how disclosure of the information could result in substantial competitive harm.

Disclosure of the redacted information could cause substantial competitive harm to ZVRS, because it would provide competitors insight into confidential operational and strategy information, including the company’s critical infrastructure, that would not otherwise be available, which would work to ZVRS’s severe competitive disadvantage.

6. Identification of any measures taken to prevent unauthorized disclosure.

ZVRS routinely treats the redacted information as highly confidential and exercises significant care to ensure that such information is not disclosed to its competitors or the public.

² See 47 C.F.R. §§ 0.457, 0.459, 1.419.

7. Identification of whether the information is available to the public and the extent of any previous disclosure of the information to third parties.

ZVRS does not make the redacted information available to the public, and this information has not been previously disclosed to third parties, except where required by the Commission and the TRS Fund Administrator, each of whom protect the confidentiality of such submissions.

8. Justification of the period during which the submitting party asserts that the material should not be available for public disclosure.

ZVRS requests that the redacted information be treated as being confidential on an indefinite basis as it cannot identify a date certain on which this information could be disclosed without causing competitive harm to ZVRS.

Respectfully submitted,

/s/ Gregory Hlibok

Gregory Hlibok

Chief Legal Officer

ZVRS Holding Company, parent company

of CSDVRS, LLC

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cc: Eliot Greenwald, Deputy Chief, Disability Rights Office, Consumer and Governmental
Affairs Bureau
TRSreports@fcc.gov



**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of)	
)	
Telecommunications Relay Services and)	CG Docket No. 03-123
Speech-to-Speech Services for Individuals)	
With Hearing and Speech Disabilities)	
)	
Structure and Practices of the)	CG Docket No. 10-51
Video Relay Service Program)	

**FOURTH AMENDMENT TO APPLICATION OF CSDVRS, LLC (D/B/A/ ZVRS), AS
INDIRECTLY MAJORITY-OWNED AND CONTROLLED BY KINDERHOOK, FOR
CERTIFICATION TO PROVIDE VIDEO RELAY SERVICE**

Pursuant to Section 1.65 of the Commission’s rules,¹ CSDVRS, LLC d/b/a ZVRS (“ZVRS”), as indirectly majority-owned and controlled by Kinderhook Capital Fund IV, L.P. and its affiliate Kinderhook Capital Fund IV-B, L.P., both of which are advised by Kinderhook Industries, LLC (collectively referred to herein as “Kinderhook”), hereby submits this fourth amendment to the pending and unopposed application (the “Application”) filed on February 20, 2015 (and as amended on July 14, 2015, November 20, 2015, and November 21, 2016) seeking a full certification for ZVRS to provide Video Relay Service (“VRS”) that is eligible for compensation from the Interstate Telecommunication Relay Service Fund (“TRS Fund”).²

ZVRS is also submitting a revised Exhibit E, which provides an updated description of ZVRS’ organizational structure and identifies those individuals or entities that hold at least a 10 percent equity interest in ZVRS, have the power to vote 10 percent or more of the securities of

¹ 47 C.F.R. § 1.65.

² ZVRS is currently operating pursuant to a conditional certification on an interim basis following the consummation of Kinderhook’s acquisition of ZVRS on February 5, 2015. *See Notice of Grant of Conditional Certification for CSDVRS, LLC, to Provide Video Relay Service After Its Acquisition by Kinderhook Capital Fund IV, L P.*, Public Notice, 29 FCC Rcd 16237 (CGB 2014), *recon. denied*, Order, 30 FCC Rcd 583 (CGB 2015).

ZVRS, or exercise *de jure* or *de facto* control over ZVRS following the consummation of a recent transaction pursuant to which Kinderhook retained ultimate indirect majority control of ZVRS and certain investors obtained an indirect minority equity interest in ZVRS.³ Exhibit E also provides an updated list of the names of ZVRS' executives and officers and the members of its board of directors.⁴

In addition, ZVRS has attached a revised Exhibit G which provides an updated list of the number of full-time and part-time ZVRS employees involved in ZVRS' TRS operations, categorized by the following positions: the executives and officers; video phone installers; CAs; persons involved in marketing and sponsorship activities; and persons involved in administration and operations.⁵

³ 47 C.F.R. § 64.606(a)(2)(ii)(B).

⁴ *Id.* Contemporaneously with this amendment, ZVRS is filing with the Commission a notice of non-substantive change regarding the change in indirect minority ownership effectuated by the transaction. *See* CSDVRS, LLC, Notice of Non-Substantive Change, CG Docket Nos. 03-123, 10-51 (filed Mar. 1, 2017).

⁵ 47 C.F.R. § 64.606(a)(2)(ii)(C).

ZVRS remains committed to providing the highest quality service and a variety of innovative products that support the needs of relay consumers. For the reasons set forth in the Application, as amended herein, it is in the public interest to grant ZVRS, as indirectly majority-owned and controlled by Kinderhook, a full certification to receive direct compensation from the TRS Fund for the provision of VRS.

Respectfully submitted,

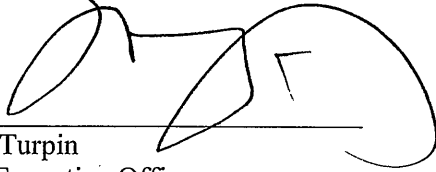
/s/ Gregory Hlibok

Gregory Hlibok
Chief Legal Officer
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March 1, 2017

DECLARATION OF CORPORATE OFFICER

I swear under penalty of perjury that I am Sherri Turpin, Chief Executive Officer of ZVRS Holding Company, parent company of the above-named applicant; that I have examined the foregoing submissions; that all information required under the Commission's rules and orders has been provided and that all statements of fact, as well as all documentation contained in this submission, are true, accurate, and complete.

A handwritten signature in black ink, appearing to read 'Sherri Turpin', is written over a horizontal line.

Sherri Turpin
Chief Executive Officer
ZVRS Holding Company, parent company
of CSDVRS, LLC d/b/a ZVRS

Date: March 1, 2017

Exhibit E

Ownership, Executives, and Organizational Structure

[REDACTED]

Exhibit G

TRS Personnel

[REDACTED]